

EXTENDED TO NOVEMBER 15, 2017

Return of Private Foundation

OMB No 1545-0052

Form 990-PF

Department of the Treasury
Internal Revenue Service► Do not enter social security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.2016
Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

5000 LEGACY DRIVE

Room/suite

140

A Employer identification number

75-2542403

City or town, state or province, country, and ZIP or foreign postal code

PLANO, TX 75024

B Telephone number

(972)248-7350

G Check all that apply:

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year

J Accounting method: Cash Accrual

(from Part II, col. (c), line 16)

 Other (specify) _____

► \$ 68,615,863. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	848.	848.		STATEMENT 1
4	Dividends and interest from securities	1,207,696.	1,206,014.		STATEMENT 2
5a	Gross rents	66.	66.		STATEMENT 3
b	Net rental income or (loss)	66.			
6a	Net gain or (loss) from sale of assets not on line 10	514,984.			
b	Gross sales price for all assets on line 6a	4,373,715.			
7	Capital gain net income (from Part IV, line 2)		514,984.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	71,202.	71,202.		STATEMENT 4
12	Total. Add lines 1 through 11	1,794,796.	1,793,114.		
	RECEIVED	63,000.	15,750.		47,250.
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees	308. STMT 5 IRS OSC	450. 0.		450.
b	Accounting fees	STMT 6 IRS OSC	18,500. 4,625.		13,875.
c	Other professional fees	GDEN STMT 7	44,547. 18,611.		25,937.
17	Interest		38. 38.		0.
18	Taxes	STMT 8	37,350. 1,350.		0.
19	Depreciation and depletion				
20	Occupancy	27,245.	0.		27,245.
21	Travel, conferences, and meetings	10,333.	0.		10,333.
22	Printing and publications				
23	Other expenses	STMT 9	19,052. 11,445.		447.
24	Total operating and administrative expenses. Add lines 13 through 23	220,515.	51,819.		125,537.
25	Contributions, gifts, grants paid	3,016,183.			3,016,183.
26	Total expenses and disbursements. Add lines 24 and 25	3,236,698.	51,819.		3,141,720.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<1,441,902.			
b	Net investment income (if negative, enter -0-)		1,741,295.		
c	Adjusted net income (if negative, enter -0-)			N/A	

623501 11-23-16 LHA For Paperwork Reduction Act Notice, see instructions.

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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		4,882,168.	3,062,849.	3,062,849.
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations	STMT 10	719,611.	3,453,273.	3,461,289.
	b Investments - corporate stock	STMT 11	29,399,464.	29,700,282.	60,510,643.
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 12	346.	527.	527.
	14 Land, buildings, and equipment basis ►	22,864.			
	Less accumulated depreciation	STMT 13 ►	22,864.		
	15 Other assets (describe ►	STATEMENT 14)	3,240,725.	583,481.	1,580,555.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		38,242,314.	36,800,412.	68,615,863.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		38,242,314.	36,800,412.	
	30 Total net assets or fund balances		38,242,314.	36,800,412.	
	31 Total liabilities and net assets/fund balances		38,242,314.	36,800,412.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	38,242,314.
2 Enter amount from Part I, line 27a	2	<1,441,902.>
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	36,800,412.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	36,800,412.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	SEE ATTACHED STATEMENTS				
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e	4,373,715.	3,858,731.	514,984.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	514,984.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3	N/A	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	2,937,545.	61,721,999.	.047593
2014	2,529,220.	59,602,058.	.042435
2013	2,239,579.	51,792,325.	.043242
2012	2,025,172.	46,388,575.	.043657
2011	1,940,811.	43,744,842.	.044367

2 Total of line 1, column (d)

2 .221294

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3 .044259

4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5

4 64,102,798.

5 Multiply line 4 by line 3

5 2,837,126.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 17,413.

7 Add lines 5 and 6

7 2,854,539.

8 Enter qualifying distributions from Part XII, line 4

8 3,141,720.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2016 estimated tax payments and 2015 overpayment credited to 2016

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2017 estimated tax ►

1		17,413.
2		0.
3		17,413.
4		0.
5		17,413.
6a	21,044.	
6b		
6c	48,000.	
6d		
7		69,044.
8		
9		
10		51,631.
11		0.

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

	Yes	No
1a	<input checked="" type="checkbox"/>	
1b	<input checked="" type="checkbox"/>	
1c	<input checked="" type="checkbox"/>	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities.

	Yes	No
2		<input checked="" type="checkbox"/>
3		<input checked="" type="checkbox"/>
4a		<input checked="" type="checkbox"/>
4b		

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

	Yes	No
6	<input checked="" type="checkbox"/>	
7	<input checked="" type="checkbox"/>	
8a		
8b	<input checked="" type="checkbox"/>	

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

• By language in the governing instrument, or

• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

TX

	Yes	No
9		<input checked="" type="checkbox"/>
10		<input checked="" type="checkbox"/>

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)

of each state as required by General Instruction G? *If "No," attach explanation*

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 Yes No

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 Yes No

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Yes No

Website address ► **N/A**

14 The books are in care of ► **NEIL R. ANDERSON** Telephone no. ► **972-248-7350**
Located at ► **5000 LEGACY DRIVE, SUITE 140, PLANO, TX** ZIP+4 ► **75024**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► **15** 15 Yes No

16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ► 16 Yes No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No

(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes No

1b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► 1b Yes No

1c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? ► 1c Yes No

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? Yes No
If "Yes," list the years ► 2a Yes No

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b Yes No

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 2c Yes No

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? 3a Yes No

b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016) 3b Yes No

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a Yes No

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? 4b Yes No

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Part VII-B: Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A**

Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A**

Yes No

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROSE-MARIE ANDERSON 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR 1.00	0.	0.	0.
NEIL R. ANDERSON 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR, TR. ASST 35.00	63,000.	0.	0.
BARBARA ANDERSON MCDONALD 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR, ASST SEC.R. ASST TR 1.00	0.	0.	0.
GAIL ANDERSON CANIZARES 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR, ASST TR. 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

► 0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	► 0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:

- a Average monthly fair market value of securities
- b Average of monthly cash balances
- c Fair market value of all other assets
- d Total (add lines 1a, b, and c)

e Reduction claimed for blockage or other factors reported on lines 1a and
1c (attach detailed explanation)

1e 0.

2 Acquisition indebtedness applicable to line 1 assets

3 Subtract line 2 from line 1d

4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)

5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4

6 Minimum investment return. Enter 5% of line 5

1a	60,721,475.
1b	4,346,688.
1c	10,820.
1d	65,078,983.
2	0.
3	65,078,983.
4	976,185.
5	64,102,798.
6	3,205,140.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

1 Minimum investment return from Part X, line 6

1 3,205,140.

2a Tax on investment income for 2016 from Part VI, line 5

2a 17,413.

b Income tax for 2016. (This does not include the tax from Part VI.)

2b

c Add lines 2a and 2b

2c 17,413.

3 Distributable amount before adjustments. Subtract line 2c from line 1

3 3,187,727.

4 Recoveries of amounts treated as qualifying distributions

4 0.

5 Add lines 3 and 4

5 3,187,727.

6 Deduction from distributable amount (see instructions)

6 0.

7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1

7 3,187,727.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:

1a 3,141,720.

a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26

1b 0.

b Program-related investments - total from Part IX-B

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes

2

3 Amounts set aside for specific charitable projects that satisfy the:

3a

a Suitability test (prior IRS approval required)

3b

b Cash distribution test (attach the required schedule)

4 3,141,720.

4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

5 17,413.

5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b

6 3,124,307.

6 Adjusted qualifying distributions. Subtract line 5 from line 4

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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ROSE-MARIE AND JACK R. ANDERSON
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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				3,187,727.
2 Undistributed income, if any, as of the end of 2016			3,016,155.	
a Enter amount for 2015 only		0.		
b Total for prior years:				
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 3,141,720.			3,016,155.	
a Applied to 2015, but not more than line 2a		0.		
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)		0.		
d Applied to 2016 distributable amount				125,565.
e Remaining amount distributed out of corpus				0.
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				3,062,162.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0.		
8 Excess distributions carryover from 2011 not applied on line 5 or line 7		0.		
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a		0.		
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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Form 990-PF (2016)

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Part XV **Supplementary Information (continued)**

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
FROM K-1 CAPITAL PARTNERS 301 MERRITT 7 NORWALK, CT 06851	NONE	PC	COMMUNITY SERVICE	24.
FROM K-1 THE BURTON PARTNERSHIP P.O. BOX 4643 JACKSON, WY 83001	NONE	PC	COMMUNITY SERVICE	4.
CHILDREN'S SCHOLARSHIP FUND 8 W. 38TH ST., 9TH FL NEW YORK, NY 10018	NONE	PC	EDUCATION	500,000.
HOOVER INSTITUTION STANFORD UNIVERSITY STANFORD, CA 94305	NONE	PC	EDUCATION	300,000.
MIAMI UNIVERSITY SCHOOL OF BUSINESS 725 E. CHESTNUT ST OXFORD, OH 45056	NONE	PC	EDUCATION	1,000,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 3,016,183.
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0.

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		1,794,796.	0.
13 Total. Add line 12, columns (b), (d), and (e)					1,794,796.

Part XVI. B. Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
N/A	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	FROM K-1 CAPITAL PARTNERS - LTCG	P		
b	FROM K-1 CAPITAL PARTNERS - SEC 1231 GAIN	P		
c	FROM K-1 THE BURTON PARTNERSHIP - STCG	P		
d	FROM K-1 THE BURTON PARTNERSHIP - LTCG	P		
e	SALE OF PARTNERSHIP INVESTMENT-THE BURTON PARTNER	P		
f	FROM K-1 NGN BIOMED OPPORTUNITY I - LTCL	P		
g	MARKETABLE SECURITIES - ML 02077	P		
h	MARKETABLE SECURITIES - ML 02077	P		
i	SALE OF PARTNERSHIP - CEDAR FAIR LP-LTCG	P		
j	SALE OF PARTNERSHIP - CEDAR FAIR LP-ORD GAIN	P		
k	SALE OF PARTNERSHIP - CEDAR FAIR LP-SEC 1231 GAIN	P		
l	ROP-GNMA 5.5% 2/20/36 49QA CMO2006	P		
m	ROP-GNMA 3.0% 8/20/41 26MH CMO 2012	P		
n	ROP-GNMA 3.5% 7/16/43 110CD CMO 2013	P		
o	GNMA CMO 2012	P		
(e)	Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	72,789.			72,789.
b			13.	<13.>
c	799.			799.
d	182,760.			182,760.
e	2,984,284.		2,742,749.	241,535.
f			18,961.	<18,961.>
g	407,686.		443,660.	<35,974.>
h	336,227.		283,564.	52,663.
i	28,840.		17,484.	11,356.
j	3,466.			3,466.
k	712.			712.
l	35,038.		35,038.	0.
m	154,730.		154,730.	0.
n	162,532.		162,532.	0.
o	3,852.			3,852.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")	
a			72,789.	
b			<13.>	
c			799.	
d			182,760.	
e			241,535.	
f			<18,961.>	
g			<35,974.>	
h			52,663.	
i			11,356.	
j			3,466.	
k			712.	
l			0.	
m			0.	
n			0.	
o			3,852.	
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	514,984.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	{ If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }		3	N/A

ROSE-MARIE AND JACK R. ANDERSON
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Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRIEDMAN FDN FOR EDUCATIONAL CHOICE ONE AMERICAN SQUARE INDIANAPOLIS, IN 46282	NONE	PF	EDUCATION	750,000.
GOODMAN INSTITUTE FOR PUBLIC POLICY RESEARCH 6335 W NORTHWEST HWY #2111 DALLAS, TX 75225	NONE	PC	COMMUNITY OUTREACH	50,000.
THRIVE NETWORKS 1611 TELEGRAPH AVE. STE 1420 OAKLAND, CA 94612	NONE	PC	HEALTH CARE	92,750.
VANGUARD CHARITABLE ENDOWMT PROGRAM P.O. BOX 3075 SOUTHEASTERN, PA 19398-9917	NONE	PC	PROMOTE PHILANTHROPY	148,405.
JOINT BASE MYER-HENDERSON HALL 204 LEE AVENUE FORT MYER, VI 22211	NONE	PC	HUMAN SERVICE	25,000.
KAPPA DELTA FOUNDATION, INC 3205 PLAYERS LANE MEMPHIS, TN 38125	NONE	PF	EDUCATION	70,000.
PATHWAYS, INC 175 MILBANK AVENUE GREENWICH, CT 06830-6636	NONE	PC	HEALTHCARE	30,000.
YMCA OF GREENWICH 50 EAST PUTNAM AVENUE GREENWICH, CT 06830-6636	NONE	PC	HUMAN SERVICES	50,000.
Total from continuation sheets				1,216,155.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH - 04F14	831.	831.	
MERRILL LYNCH - 2077	17.	17.	
TOTAL TO PART I, LINE 3	848.	848.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
AMORTIZATION OF INTEREST	<4,787.>	0.	<4,787.>	<4,787.>	
BROWN ADVISORY - DIVIDENDS	74,145.	0.	74,145.	74,145.	
BROWN ADVISORY - INTEREST	35.	0.	35.	35.	
FROM K-1 BURTON PARTNERSHIP - DIVIDENDS	11,349.	0.	11,349.	11,349.	
FROM K-1 BURTON PARTNERSHIP - INTEREST	36.	0.	36.	36.	
FROM K-1 CAI PARTNERS & CO IV, LP - DIVIDENDS	42,377.	0.	42,377.	42,377.	
FROM K-1 CAI PARTNERS & CO IV, LP - INTEREST	10,267.	0.	10,267.	10,267.	
FROM K-1 CAPITAL PARTNERS - INTEREST	61.	0.	61.	61.	
FROM K-1 NGN					
BIOMED OPP I - INTEREST	389.	0.	389.	389.	
MERRILL LYNCH 04F14 - DIVIDENDS	814,397.	0.	814,397.	814,397.	
MERRILL LYNCH 04F14 - GNMA					
INTEREST	19,928.	0.	19,928.	19,928.	
MERRILL LYNCH 04F14 - INTEREST	190.	0.	190.	190.	
MERRILL LYNCH 04F14 - US					
INTEREST	1,682.	0.	1,682.	0.	

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MERRILL LYNCH 2077				
- DIVIDENDS	18,094.	0.	18,094.	18,094.
VANGUARD S&P 500				
INDEX - DIVIDENDS	219,533.	0.	219,533.	219,533.
TO PART I, LINE 4	1,207,696.	0.	1,207,696.	1,206,014.

FORM 990-PF	RENTAL INCOME	STATEMENT	3
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FROM K-1 CAPITAL PARTNERS	1	66.
TOTAL TO FORM 990-PF, PART I, LINE 5A		66.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 CAPITAL PARTNERS	71,612.	71,612.	
FROM K-1 CEDAR FAIR LP	<410.>	<410.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	71,202.	71,202.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ATTORNEY FEE	450.	0.		450.
TO FM 990-PF, PG 1, LN 16A	450.	0.		450.

FORM 990-PF

ACCOUNTING FEES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	18,500.	4,625.		13,875.
TO FORM 990-PF, PG 1, LN 16B	18,500.	4,625.		13,875.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	30,830.	7,708.		23,123.
INVESTMENT FEES	200.	200.		0.
INVESTMENT FEES - ML 02077	10,703.	10,703.		0.
CONSULTING FEE	2,814.	0.		2,814.
TO FORM 990-PF, PG 1, LN 16C	44,547.	18,611.		25,937.

FORM 990-PF

TAXES

STATEMENT

8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FROM K-1 CAPITAL PARTNERS - FOREIGN TAXES	1,350.	1,350.		0.
EXCISE TAXES	36,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	37,350.	1,350.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FROM K-1 BURTON PARTNERSHIP - PORTFOLIO DEDUCTIONS	1,749.	1,749.		0.
FROM K-1 CAPITAL PARTNERS - PORTFOLIO DEDUCTIONS	810.	810.		0.
FROM K-1 CAPITAL PARTNERS - OTHER DEDUCTIONS	31.	31.		0.
FROM K-1 NGN BIOMED - PORTFOLIO DEDUCTIONS	417.	417.		0.
MISCELLANEOUS FEES	6,650.	0.		0.
FROM K-1 CAI PTRS & CO IV - OTHER PORTFOLIO DEDUCTIONS	8,430.	8,430.		0.
FROM K-1 CEDAR FAIR - NON-DEDUCTIBLE EXPENSES	60.	0.		0.
INSURANCE	425.	0.		425.
FROM K-1 CAPITAL PTRS - NON-DEDUCTIBLE EXPENSES	295.	0.		0.
FROM K-1 THE BURTON PARTNERSHIP - NON-DEDUCTIBLE EXP	155.	0.		0.
OTHER EXPENSES	30.	8.		22.
TO FORM 990-PF, PG 1, LN 23	19,052.	11,445.		447.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT-US GOVERNMENT OBLIGATIONS	X		362,525.	370,329.
SEE ATTACHED STATEMENT-STATE AND MUNICIPAL OBLIGATIONS	X		3,090,748.	3,090,960.
TOTAL U.S. GOVERNMENT OBLIGATIONS			362,525.	370,329.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			3,090,748.	3,090,960.
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,453,273.	3,461,289.

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FORM 990-PF

CORPORATE STOCK

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT-CORPORATE STOCKS	29,700,282.	60,510,643.
TOTAL TO FORM 990-PF, PART II, LINE 10B	29,700,282.	60,510,643.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INTEREST RECEIVABLE	COST	527.	527.
TOTAL TO FORM 990-PF, PART II, LINE 13		527.	527.

FORM 990-PF

DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
ORGANIZATIONAL COSTS	22,864.	22,864.	0.
TOTAL TO FM 990-PF, PART II, LN 14	22,864.	22,864.	0.

FORM 990-PF

OTHER ASSETS

STATEMENT 14

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN NGN BIOMED OPPORTUNITY I, L.P.	73,349.	47,582.	21,471.
INVESTMENT IN CAPITAL PARTNERS PRIVATE EQUITY INCOME FUND, L.P.	147,102.	69,991.	163,157.
INVESTMENT IN BURTON PARTNERSHIP, L.P.	2,549,751.	0.	0.
INVESTMENT IN CAI PARTNERS AND COMPANY IV, LP	454,178.	391,548.	1,321,567.
SECURITY DEPOSIT	1,743.	1,743.	1,743.
INVESTMENT IN CEDAR FAIR DEP UNT LP	14,602.	0.	0.

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DEFERRED TAX-EXEMPT ACCRUED			
INTEREST PAID	0.	62,500.	62,500.
DEFERRED TAX-EXEMPT AMORTIZATION	0.	10,117.	10,117.
TO FORM 990-PF, PART II, LINE 15	3,240,725.	583,481.	1,580,555.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 12 STATEMENT 15

EXPLANATION

THE CONTRIBUTION OF \$148,405 TO THE VANGUARD CHARITABLE ENDOWMENT PROGRAM WAS TREATED IN THIS RETURN AS A QUALIFYING DISTRIBUTION. THIS AMOUNT IS RESERVED FOR FUTURE CONTRIBUTION TO AN UNDETERMINED ORGANIZATION(S), BUT ONE THAT IS ORGANIZED AND OPERATED EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, OR EDUCATIONAL PURPOSES. IN MAKING THIS CONTRIBUTION, THE DIRECTORS OF THE FOUNDATION BEEVE THE VANGUARD CHARITABLE ENDOWMENT PROGRAM IS WELL SUITED TO ASSIST THE FOUNDATION WITH THE SELECTION AND EVALUATION OF CERTAIN QUALIFYING ORGANIZATIONS WHOSE MISSION AND PURPOSE ARE CLOSELY ALIGNED WITH THE FOUNDATION'S MISSION AND PURPOSE.

FORM 990-PF PART XV - LINE 1A STATEMENT 16
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

ROSE-MARIE ANDERSON
NEIL R. ANDERSON

ROSE-MARIE AND JACK R. ANDERSON FOUNDATION
 FORM 990-PF, PART II, LN 10 ATTACHMENT - INVESTMENT
 12/31/16

	SHARES	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
<u>U.S. GOVERNMENT OBLIGATIONS</u>				
2036-02 GNMA 49QA 5.5%	2,370	129,227	92,043	92,727
2041-08 GNMA 26MH 3%	5,876	154,730	0	0
2043-07 GNMA 110CD 3.5%	9,085	435,654	270,482	277,602
TOTAL U S GOVERNMENT OBLIGATIONS		719,611	362,525	370,329
<u>STATE AND MUNICIPAL OBLIGATIONS</u>				
FLORIDA ST BOE LOTTERY 5% 7/1/21	3,000,000	0	3,090,748	3,090,960
TOTAL STATE AND MUNICIPAL OBLIGATIONS		0	3,090,748	3,090,960
<u>CORPORATE STOCK</u>				
SPY (SPDRS) 5/04	9,100	1,148,541	1,148,541	2,034,122
SPY (SPDRS) 8/04	18,650	2,353,878	2,353,878	4,168,833
SPY (SPDRS) 2005	36,850	4,650,960	4,650,960	8,237,077
SPY (SPDRS) 2006	15,500	1,956,306	1,956,306	3,464,714
SPY (SPDRS) 2007	27,100	3,420,380	3,420,380	6,057,660
SPY (SPDRS) 2008	8,200	1,034,949	1,034,949	1,832,945
SPY (SPDRS) 2009	1,317	166,223	166,223	294,389
SPY (SPDRS) 2010	1,621	204,592	204,592	362,342
SPY (SPDRS) 2011	11,308	1,427,220	1,427,220	2,527,676
SPY (SPDRS) 2012	2,699	340,650	340,650	603,307
SPY (SPDRS) 2013	2,778	350,621	350,621	620,966
SPY (SPDRS) 2014	2,015	254,320	254,320	450,413
SPY	4,350	500,100	500,100	972,356
UNH (UNITED HEALTH)	31,279	1,256,232	1,256,232	5,005,891
UNH JRA 2006	4,990	244,111	244,111	798,600
UNH 11/2000	1,430	7,289	7,289	228,857
UNH JRA	10,091	497,624	497,624	1,614,964
UNH RMA 1998	12,210	998,390	998,390	1,954,088
UNH 9/28/07	16,000	776,160	776,160	2,560,640
VANGUARD S&P 500 INDEX	53,344	3,998,011	4,217,544	11,019,260
ABOTT LABS	720	0	28,878	28,808
ACTIVISION BLIZZARD INC	800	0	32,081	28,888
ADOBE SYS DEL	400	38,126	55,078	61,770
AKAMAI TECHNOLOGIES INC	250	18,954	0	0
ALIGN TECH INC	450	33,429	34,259	43,259
ALPHABET INC	70	103,380	48,595	54,027
AMC ENTMT HLDGS INC	1,000	0	31,011	33,650
ANADARKO PETE CORP	250	0	11,782	17,433
APPLE, INC	200	13,707	13,707	23,164
AT&T	862	29,994	0	0
BAIDU INC	100	20,259	0	0
BERKSHIRE HATHAWAY CLB	200	13,607	0	0

ROSE-MARIE AND JACK R. ANDERSON FOUNDATION
 FORM 990-PF, PART II, LN 10 ATTACHMENT - INVESTMENT
 12/31/16

	SHARES	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
BROADCOM LTD	300	0	48,235	53,031
CARNIVAL CORP	375	0	19,956	19,522
CHEVRON CORP 144X5	220	17,188	17,188	25,894
ECOLAB INC	400	44,404	0	0
EXPRESS SCRIPTS HLDG	800	71,843	0	0
FACEBOOK INC	400	0	48,741	46,020
GENERAL ELECTRIC	650	27,902	18,283	20,540
HOME DEPO	350	9,174	9,174	46,928
HORIZON PHARMA PLC	3,259	40,425	40,425	52,731
INDEXX LAB INC	125	0	14,589	14,659
INGREDION INC	250	19,845	0	0
ISHARES, INC MSCI JAP INDEX	1,500	18,985	0	0
JPMORGAN CHASE & CO	1,000	46,533	46,533	86,290
KVH INDUSTRIES INC DEL	2,000	26,972	0	0
MACQUARIE INFRASTRUCTURE CO	700	18,550	13,182	57,190
MICROSOFT	1,000	34,478	34,478	62,140
NORTHROP GRUMMAN CORP	225	28,256	40,923	52,330
ROYAL CARIBBEAN CRUISES	150	21,699	6,579	12,306
SEALED AIR CORP	600	64,763	29,272	27,204
STARWOOD WYAPPOINT	1,000	25,350	0	0
VIASAT INC	500	31,429	0	0
SCHLUMBERGER LTD	125	18,774	9,387	10,494
TENCENT HOLDINGS LTD	1,400	0	34,450	33,908
TEX PAC L TR SUB	125	0	22,463	37,096
THE HOWARD HUGHES CORP	500	0	51,486	57,050
VEEVA SYS INC	325	0	12,608	13,227
WELLS FARGO	2,500	107,270	112,453	137,775
MIDCAP SPDR TR SER 1	7,800	995,283	1,136,068	2,353,494
GOLDMAN SACHS STRA INC FUND	110,966	1,114,530	1,114,530	1,069,715
CHOICE HOTELS	20,000	757,800	757,800	1,121,000
TOTAL CORPORATE STOCK		29,399,464	29,700,282	60,510,643

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(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone